

BYLAWS
FOR THE
MISSOURI TRAINING AND EMPLOYMENT COUNCIL

ARTICLE I
IDENTITY

These are the bylaws of the Missouri Training and Employment Council (“the Council” or “MTEC”), a Council formed as a State Workforce Investment Board under the Workforce Investment Act of 1998, P.L. 105-220 (“WIA”) with its principal place of business in Jefferson City, Missouri.

ARTICLE II
PRINCIPAL OFFICE

The principal office of the Council shall be located in the Missouri Department of Economic Development, Division of Workforce Development, 421 East Dunklin Street, Jefferson City, Missouri. The Council may have offices at other places as the Board of Directors may from time to time determine or as the affairs of the Council may require.

ARTICLE III
PURPOSES AND POWERS

Section 1. Purpose.

a. The purposes of the Council shall be consistent with those purposes that are identified for a State Workforce Investment Board under the Workforce Investment Act of 1998, P.L. 105-220 and amendments thereto, and Section 620.521 et seq., RSMo, and amendments thereto, and other purposes that, in accordance with public law, may be bestowed upon the Council by the Governor of the State of Missouri.

b. The MTEC shall study and make recommendations regarding the improvement of the state’s employment and training delivery network, including improved federal and state resource use and expanded coordination of state job training and employment activities with other related activities.

c. Using the results of interdepartmental collaboration at early stages of policy formation, the Council shall propose a statewide employment and training policy and a periodically updated plan of services for achieving Missouri’s objective of full employment.

d. The Council shall serve as a forum for public and private sector representation to encourage cooperative uses of employment and training funding, facilities, and staff resources for a more comprehensive and coordinated statewide system.

Section 2. Powers.

a. The powers of the Council shall be consistent with those powers that are identified for a State Workforce Investment Board under the Workforce Investment Act, Section 111(d)(1-9), & (e) and any amendments thereto, including, but not limited to:

1. Providing policy guidance and review for all employment and training programs in the state; developing appropriate linkages with other programs to assure non-duplication among the programs and activities; coordinating activities with local Workforce Investment Boards; and providing advice and

recommending variations to the Governor regarding the employment and training performance standards required by federal regulation.

2. Reviewing plans of all state agencies providing employment, training and related services, and providing comments and recommendations to the governor, the General Assembly, state agencies and the appropriate federal agencies on the relevancy and effectiveness of employment and training and related WIA service delivery systems in the state, including comments to the Governor and the Secretary of Labor on the review of state and local programs for worker economic dislocation.

3. Assisting the Governor to develop, review and submit written comments on the State Plan and any modification to this plan, before its submission to the Secretary of Labor, including the review and submission of written comments on each local plan submitted to the Governor by any workforce investment area.

4. Advising the Governor and local entities on workforce investment plans and certifying the consistency of such plans with criteria developed under the State Plan for coordination of activities under WIA with other federal, state and local employment related programs.

5. Reviewing the operation of programs conducted in each workforce investment area and the availability, responsiveness and adequacy of state workforce development services; and making recommendations to the Governor, appropriate Chief Elected Officials, local Workforce Investment Boards, service providers, the General Assembly and the general public with respect to ways to improve the effectiveness of such programs or services;

6. Making an annual report to the Governor, the General Assembly, the Director of the Department of Economic Development and the state employment and training partners that shall be a public document, and issuing such other studies, reports or documents as it deems advisable to assist workforce investment areas in carrying out the purposes of the WIA, as amended.

7. Identifying, in coordination with the appropriate state agencies, the employment and training and vocational education needs throughout the state, and assessing the extent to which employment and training and vocational education, rehabilitation services, public assistance, economic development and other federal, state and local programs and services represent a consistent, integrated and coordinated approach to meeting such needs.

8. Reviewing and commenting on appropriate components of the state job opportunities and basic skills plan, as prepared by the state social services agency under the Personal Responsibility and Work Opportunity Reconciliation Act, Public Law 104-193 and amendments thereto, as they relate to job training and work preparation to assure the Governor that these programs are coordinated with the WIA and consistent with the State Plan.

9. Making effective certain other responsibilities as they may be required by the Personal Responsibility and Work Opportunity Reconciliation Act, Public Law 104-193 and amendments thereto, or any other subsequent federal legislation related to the state's employment and training that may affect or amend the WIA.

b. The powers of the Council shall be consistent with those powers that are identified for the MTEC under sections 620.521 *et seq.*, RSMo, and amendments thereto.

c. The Governor, at his or her discretion, may transfer to the Council functions that are related to the Council's functions under the WIA from any state coordinating committee for the Work Incentive Program under Title IV of the Social Security Act or any advisory council established under the Wagner-Peyser Act.

Section 3. Limitations on Powers.

a. The State Plan and decisions of the Council shall be subject to approval by the Governor.

b. The Council shall not operate programs or provide services directly to eligible participants under the WIA, but shall exist solely to plan, coordinate and monitor the provision of such programs and services in the State of Missouri.

ARTICLE IV
COUNCIL MEMBERSHIP

Section 1. Number. The Council shall consist of thirty (30) members appointed by the Governor with the advice and consent of the Senate.

Section 2. Composition. The Council shall consist of the following members:

a. Thirty percent (30%) of the membership (nine members) shall consist of representatives from business, industry and agriculture, including individuals who are representatives from business, industry and agriculture serving on local Workforce Investment Boards, state employer committees or local education advisory committees within the State;

b. Thirty percent (30%) of the membership (nine members) shall consist of:

1. Members of the General Assembly and state agencies and organizations. These shall include the appointment of one representative each from the Department of Economic Development, the Department of Elementary and Secondary Education, the Department of Labor and Industrial Relations, the Department of Social Services and the Department of Higher Education; and

2. Representatives of the units or consortia of units of general local government that shall be nominated by the Chief Elected Officials of the units or consortia of units of local government, and the representatives of local educational agencies who shall be nominated by the local educational agencies. These shall include the appointment of one community college president or chancellor, one representative of the State Board of Education and one director of an area vocational school. To the extent feasible, such appointees shall have knowledge of or experience with economic development, job training, education or related areas.

c. Thirty percent (30%) of the membership (nine members) shall be representatives of organized labor and representatives of community-based organizations in the state;

d. Ten percent (10%) of the membership (three members) shall be representatives of the general public.

Section 3. Terms of Office. Each member of the Council shall serve for a term of four years.

Section 4. Removal and Resignation.

a. Any member may be removed by the Governor with or without cause. A vote of the majority of the entire Council may be taken to recommend removal of member to the Governor at any meeting of the Council.

b. Any member may resign at any time by giving written notice to the Executive Committee or the Chair of the Council. Any such resignation shall take effect at the time specified in the member's written notice, and unless the resigning member otherwise specifies, the Chair's Executive Committee's or Council's acceptance of the member's resignation shall not be necessary to make it effective.

Section 5. Compensation. Members of the Council shall receive no compensation but shall be reimbursed for all necessary expenses actually incurred in the performance of their duties.

ARTICLE V

OFFICERS AND THEIR DUTIES

Section 1. Officers. The officers of the MTEC shall be a Chair and a Vice-Chair of the Council. The Chair shall be appointed by the Governor from among the non-governmental members of the Council. The Council Chair shall appoint the Vice-Chair.

Section 2. Duties of the Chair. The Chair shall preside at all meetings of the Council and the Executive Committee. The Chair shall call or cause to be called all meetings of the Council and the Executive Committee and establish or cause to be established agendas and matters of business. The Chair shall appoint members of all committees and act as coordinator of committees to prevent duplication of effort. The Chair shall perform such other duties as are incident to the Chair's office or properly required by the Council.

Section 3. Duties of the Vice-Chair. The Vice-Chair shall assist the Chair in conducting Council business. The Vice-Chair of the Council shall perform the duties of the Chair, with all the power and authority of the Chair's office, in the Chair's absence or disability. Further, the Vice-Chair of the Council shall have such powers and discharge such duties as may be properly assigned to the Chair, from time to time, by the Council.

ARTICLE VI

MEETINGS

Section 1. Regular Meetings. Regular meetings of the Council shall be held at least four times each year, once during each calendar quarter. The first calendar quarter meeting shall be designated as the annual meeting.

Section 2. Notice of Regular Meetings. Notice of all regular meetings of the Council shall be given to each member in writing and delivered to him or her either personally or by mail a minimum of ten days prior to the date called for the meeting. Such notice shall include a tentative agenda and a description of any matter(s) that the members may be called to vote upon at the regular meeting.

Section 3. Special Meetings. Special meetings of the members may be called by the Chair or the Executive Committee, or by any other officer, upon written application of at least one-third of the members entitled to vote at the meeting, or upon request of the Governor.

a. Notice. All members of the Council shall be informed in writing of special meetings a minimum of forty-eight (48) hours in advance of the special meeting. Such notice shall include a description of the matter(s) for which the special meeting is called.

b. Limitations. At any special meeting only business specified in the special meeting notice may be transacted.

Section 4. Meetings Open to the Public. All meetings of the Council and its committees shall be open to the public. The MTEC shall make available to the public, on a regular basis through its open meetings, information regarding the activities of the Council, including information regarding the State Plan prior to submission of the Plan, information regarding membership and, upon request, minutes of formal meetings of the Council.

a. Meetings or portions of meetings may be closed to the general public by the Chair of the Council or a Committee Chair, but only in compliance with the exemptions granted by the open meetings provisions of section 610.025, RSMo.

b. All meetings of the Council shall be publicly announced in compliance with the open meeting provisions of section 610.020, RSMo.

Section 5. Meeting Minutes. Minutes of the Council's meetings shall be taken and shall be distributed to all Council members at or before the next regular meeting of the Council.

Section 6. Quorum.

a. Council Meetings. Fifty percent (50%) of the appointed membership of the Council shall constitute a quorum for any Council meeting. When a quorum is present, a majority of the voting members present shall decide any question, including the election of officers. The Council may take no formal action unless a quorum is present.

b. Committee Meetings. Fifty percent (50%) of the membership of a committee shall constitute a quorum for any committee meeting. When a quorum is present, a majority of the voting members present shall decide any question, including the election of officers. Committee members may be counted in attendance at the committee meetings by appearing either in person or by electronic means.

Section 7. Action by Executive Committee. Unless otherwise provided in the bylaws, any action required or permitted to be taken at any meeting of the MTEC may be taken without a meeting if written consents to such action are signed by all members of the Council and the written consents are filed with the minutes of the proceedings of the Council.

ARTICLE VII EXECUTIVE COMMITTEE

Section 1. Members of the Executive Committee. The Executive Committee shall consist of twelve members and shall be composed of the Council Chair, the Council Vice-Chair, the Chairs of the five standing committees named in Article VIII of the bylaws, the appointed representative of the Department of Economic Development, the appointed representative of the Department of Labor and Industrial Relations, the appointed representative of the Department of Social Services, the appointed representative of the Department of Elementary and Secondary Education and the Department of Higher Education.

Section 2. Chair. The Chair of the Council shall be the Chair of the Executive Committee.

Section 3. Meetings. The Executive Committee shall meet four times per year. The Chair of the Executive Committee may call additional meetings.

Section 4. Duties. The Executive Committee shall have the following duties:

a. Conduct matters of routine business for the MTEC when it is not feasible for the full Council to be convened.

b. Develop and recommend policies and procedures for the Council and its committees. The Executive Committee, unless the Chair chooses to waive this requirement, shall also review any studies, reports, policy recommendations or other documents submitted by standing or special committees before such studies, reports, policy recommendations or other documents are brought before the full Council.

c. Recommend the appointment and/or dissolution of standing and special committees.

d. Review periodically the progress of all standing and special committees.

e. Perform such other duties or matters of business that are not explicitly vested in the other standing committees or that may be properly assigned to the Executive Committee from time to time by the Council or the Chair of the Council.

ARTICLE VIII

STANDING AND SPECIAL COMMITTEES

Section 1. Committees. Standing or special committees may be appointed by the Chair of the Council pursuant to the recommendations of the Executive Committee. The following committees are recognized as standing committees in these bylaws. The Committee Chair of each of the following shall serve as a member of the Executive Committee:

a. **Strategic Planning Committee.** The Strategic Planning Committee shall be composed of six (6) members of the Council, one of whom shall be appointed by the Council Chair to serve as the Committee Chair. The Committee Chair may appoint a Committee Vice-Chair from the members appointed to the committee.

The Strategic Planning Committee shall be responsible for developing, implementing and monitoring the Council's Strategic Plan, including methods for making assignments of projects and tasks facilitating action among Council members, its committee chairs, and the various state and local agency staff represented by the membership.

b. **Evaluation and Awards Committee.** The Evaluation and Awards Committee shall be composed of five (5) members of the Council, one of who shall be appointed by the Council Chair to serve as the Committee Chair. The Committee Chair may appoint a Committee Vice-Chair from the members appointed to the committee.

The Evaluation and Awards Committee shall be responsible for developing, implementing and monitoring evaluation methods of programs authorized under the Workforce Investment Act. The Committee shall also establish criteria related to the benchmarking, performance and outcomes of these programs to determine their meritorious nature in consideration for various award nominations and designations recommended by the Council and made by the Governor.

c. **Program Coordination Committee.** The Program Coordination Committee shall be composed of seven (7) members of the Council, one of who shall be appointed by the Council Chair to serve as the Committee Chair. The Committee Chair may appoint a Committee Vice-Chair from the members appointed to the committee.

The Program Coordination Committee shall be responsible for coordinating the functions and actions of all other committees at the direction of the Executive Committee on behalf of the Council. They shall further be responsible for the coordination, development, monitoring and implementing completion, and modification if necessary, of the State Plan as outlined in section 112 of the Workforce Investment Act.

d. **Special Focus Committee.** The Special Focus Committee shall be composed of seven (7) members of the Council, one of who shall be appointed by the Council Chair to serve as the Committee Chair. The Committee Chair may appoint a Committee Vice-Chair from the members appointed to the committee.

The Special Focus Committee shall be responsible for the initial review of new and special projects or initiatives directed to the Council as matters of emerging Council action. This Committee shall also develop recommendations to the Council Chair regarding the assignment of these related projects and initiatives to other Committees when such Committees are identified as being more appropriately responsible for them.

e. Marketing and Communication Committee. The Marketing and Communication Committee shall be composed of five (5) members of the Council, one of who shall be appointed by the Council Chair to serve as the Committee Chair. The Committee Chair may appoint a Committee Vice-Chair from the members appointed to the committee.

The Marketing and Communication Committee shall be responsible for developing, implementing and monitoring marketing strategies for the Workforce Development System.

Section 2. Committee Chairs and Members. The Chair of the Council shall appoint the Chairs and members of any standing or special committees and the Chairs and members shall perform those activities for which they are appointed.

Section 3. Sub-Committees. Standing or special committees may create their own sub-committees as deemed necessary by the members of the committee.

Section 4. Committee Meetings. A standing or special committee shall meet as requested by the Committee Chair.

Section 5. Committee Recommendations. Reports, studies, recommendations and other documents resulting from the work of any standing or special committee require the approval of the Council before they will be considered formal reports, studies, recommendations or other documents of the MTEC.

ARTICLE IX

CONFLICT OF INTEREST AND CONFIDENTIALITY

Section 1. Voting Prohibited.

a. WIA Provisions. Section 111(f) of the WIA prohibits a member of the MTEC from voting on a matter under consideration by the Council when:

1. the matter concerns the provision of services by the member or by an entity that the member represents; or
2. the matter would provide direct financial benefit to the member or the immediate family of the member; or
3. the matter concerns any other activity determined by the Governor to constitute a conflict of interest as specified in the State Plan.

b. Council's Policy. Members of the MTEC are expected to avoid unethical behavior in the course of performing their official duties. The MTEC not only expects its members to avoid impropriety, but also to avoid the appearance of impropriety whether or not any actually exists. Members must avoid:

1. using their position for private gain;
2. giving preferential treatment to any person or entity;
3. losing their independence or impartiality in making decisions; or
4. acting in any way that might erode public confidence in the integrity of the Council.

c. Abstention. Council members should individually abstain from voting on issues and matters that will result in a direct or indirect conflict of interest. Abstentions, and the general reasons therefore, should be duly recorded in the minutes of the meeting.

d. Compliance with State Law. Council members shall comply with all relevant aspects of the laws of the state of Missouri with regard to conflict of interest. See § 105.450 *et seq.*, RSMo, and amendments thereto.

Section 2. Confidentiality. All information, whether transmitted orally or in writing, that is of such a nature that it is not, at that time, a matter of public record or public knowledge is deemed confidential by the Council. Members shall not disclose confidential information obtained in the course of or by reason of his or her membership on the Council to any person or entity not directly involved with the business of the Council. Further:

a. No member shall use confidential information obtained in the course of or by reason of his or her membership on the Council in any matter with the intent to obtain financial gain for the member, the member's immediate family or any business with which the member is associated.

b. No member shall disclose confidential information obtained in the course of or by reason of his or her membership on the Council in any manner with the intent to obtain financial gain for the member or for any other person.

ARTICLE X RECORDKEEPING

Section 1. Minutes and Actions of the Council. The Council shall maintain, at its principal office, permanent records of the minutes of all formal meetings of the Council and its committees, a record of all actions taken by the Council without a meeting, and a record of all actions taken by the standing and special committees of the Council.

Section 2. Miscellaneous Records. A copy of the following records shall be maintained at the Council's principal office:

- a. Bylaws and all amendments thereto;
- b. Resolutions of the Council relating to the qualifications and rights of members;
- c. All written communications to all members within the past three years;
- d. A list of the names and business or home addresses of the members and officers currently serving on the Council; and
- e. Any written reports, studies, recommendations, plans or other documents approved and adopted by the Council in the course of carrying out its duties and purposes.

ARTICLE XI ALTERNATES

Members of the Council may designate non-voting alternates to attend meetings on their behalf.

ARTICLE XII
NON-DISCRIMINATION

The Council shall not discriminate against any employee, agent or provider of consulting or contract services, or applicant for employment, agency or consulting or contract services on the basis of race, color, religion, sex, national origin, disability or veteran status. It shall be the policy and practice of the Council to comply fully with federal and state laws, regulations and requirements in respect of non-discrimination, affirmative action, equal employment and civil rights.

ARTICLE XIII
AMENDMENTS

The bylaws may be amended at any regular meeting of the Council with prior written notice having been given to all members of the Council at least thirty (30) days in advance. Approval of any amendment to the bylaws requires two-thirds vote of the members present.

ARTICLE XIV
SEVERABILITY

If any of the provisions of these bylaws shall be found void or unenforceable for whatever reason by any court of law or equity, it is expressly intended that such provision(s) be severable and the remainder of the bylaws shall remain in full force and effect.